IN THE UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION

PATRICIA S. LALONDE, individually and on behalf of all others similarly situated, Plaintiff, vs. TYSON FOODS, INC., DONNIE SMITH, AND DENNIS LEATHERBY, Defendants.	)	CASE NO.: 1:16-cv-1120 JUDGE: __________________ **CLASS ACTION COMPLAINT WITH JURY DEMAND ENDORSED HEREIN**

Plaintiff Patricia S. LaLonde ("Plaintiff"), individually and on behalf of all other persons similarly situated, by Plaintiff's undersigned attorneys, for Plaintiff's complaint against Defendants (defined below), alleges the following based upon personal knowledge as to Plaintiff and Plaintiff's own acts, and information and belief as to all other matters, based upon, *inter alia*, the investigation conducted by and through Plaintiff's attorneys, which included, among other things, a review of Defendants' public documents, conference calls and announcements made by Defendants, United States Securities and Exchange Commission ("SEC") filings, wire and press releases published by and regarding Tyson Foods, Inc. ("Tyson Foods" or the "Company"), analysts' reports and advisories about the Company, and information readily obtainable on the Internet. Plaintiff believes that substantial evidentiary support will exist for the allegations set forth herein after a reasonable opportunity for discovery.

NATURE OF THE ACTION

1. This is a federal securities class action on behalf of a class consisting of all persons other than Defendants who purchased or otherwise acquired the securities of Tyson Foods between November 23, 2015 and October 7, 2016, both dates inclusive (the "Class

Period"). Plaintiff seeks to recover compensable damages caused by Defendants' violations of the federal securities laws and to pursue remedies under Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 (the "Exchange Act") and Rule 10b-5 promulgated thereunder, against the Company and certain of its top officials.

2. Throughout the Class Period, Defendants made materially false and misleading statements regarding the Company's business, operational and compliance policies. Specifically, Defendants made false and/or misleading statements and/or failed to disclose that: (i) Tyson systematically colluded with several of its industry peers to fix prices in the broiler-chicken market; (ii) the foregoing conduct constituted a violation of federal antitrust laws; (iii) consequently, Tyson's Chicken segment revenues during the Class Period were the result of illegal conduct; and (iv) as a result of the foregoing, Tyson's public statements were materially false and misleading at all relevant times.

3. On September 2, 2016, the market had its first inkling of Defendants' fraud, when food distributor Maplevale Farms, Inc. ("Maplevale") filed an antitrust class action complaint in U.S. District Court for the Northern District of Illinois against Tyson and several other poultry producers, including Pilgrim's Pride Corporation, Perdue Farms, Inc., and Sanderson Farms, Inc., alleging that Tyson and the other companies named in the complaint had conspired since 2008 to manipulate the prices of broiler chickens—chickens raised specifically for meat production[1] — by coordinating and limiting production and exchanging detailed information about prices, capacity, and sales volume, in violation of the Sherman Antitrust Act, 15 U.S.C. §§ 1-7 (the "Sherman Act").[2]

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[1] The "broiler" industry is enormous and amounts to about $30 billion annually. "Broilers" include all chicken whether fresh, frozen, raw, cooked, whole or in parts, or as an ingredient in other products and exclude only chicken that is grown, processed, and sold according to halal, kosher, free range, or organic standards.

[2] *Maplevale Farms, Inc. v. Koch Foods, Inc. et al.*, 1:16-cv-08637 (N.D. Ill. Sept. 2, 2016).

4. Between September 7, 2016 and October 7, 2016, eight more class action complaints were filed against Tyson and other poultry companies in the Northern District of Illinois, on behalf of individual consumers and indirect purchasers of broiler chickens, all alleging that Tyson had engaged in the price-manipulation scheme described in Maplevale's complaint.

5. On October 7, 2016, Pivotal Research ("Pivotal") downgraded Tyson from "Hold" to "Sell." Explaining the downgrade, analyst Timothy Ramey directed investors' attention to the allegations of price manipulation by Tyson and its industry peers and described the Maplevale complaint as "powerfully convincing."

6. On news of the downgrade, Tyson's share price fell $6.63, or 8.91%, to close at $67.75 on October 7, 2016. From the filing of the Maplevale action on September 2, 2016 to Pivotal's downgrade on October 7, 2016, Tyson's share price fell $8.69, or 11.37%.

7. As a result of Defendants' wrongful acts and omissions, and the precipitous decline in the market price of the Company's common stock upon the materialization of the risk and/or disclosures as of October 7, 2016, Plaintiff and other Class members have suffered significant losses and damages.

JURISDICTION AND VENUE

8. The claims asserted herein arise under and pursuant to §§10(b) and 20(a) of the Exchange Act (15 U.S.C. §§78j(b) and §78t(a)) and Rule 10b-5 promulgated thereunder by the SEC (17 C.F.R. §240.10b-5).

9. This Court has jurisdiction over the subject matter of this action under 28 U.S.C. §1331 and §27 of the Exchange Act.

10. Venue is proper in this District pursuant to §27 of the Exchange Act (15 U.S.C. §78aa) and 28 U.S.C. §1391(b) as the Company conducts business in this District and the resultant damages of the Company's business took place within this District.

11. In connection with the acts, conduct and other wrongs alleged in this Complaint, Defendants, directly or indirectly, used the means and instrumentalities of interstate commerce, including but not limited to, the United States mail, interstate telephone communications and the facilities of the national securities exchange.

PARTIES

12. Plaintiff, as set forth in the accompanying Certification of Patricia S. LaLonde, purchased securities of Tyson Foods at artificially inflated prices during the Class Period and was damaged upon the revelation of the alleged corrective disclosures.

13. Defendant Tyson Foods, together with its subsidiaries, operates as a food company worldwide. It operates through four segments: Chicken, Beef, Pork, and Prepared Foods. Through its Chicken segment, Tyson raises and processes chickens into fresh, frozen, and value-added chicken products. The Company sells its products through its sales staff to grocery retailers, grocery wholesalers, meat distributors, warehouse club stores, military commissaries, industrial food processing companies, chain restaurants or their distributors, live markets, international export companies, and domestic distributors, as well as through independent brokers and trading companies. The Company is incorporated in Delaware with principal executive offices located at 2200 West Don Tyson Parkway, Springdale, Arkansas. Tyson Foods Class A common stock is traded on the New York Stock Exchange ("NYSE") under the ticker symbol "TSN".

14. Defendant Donnie Smith ("Smith") has served as the Chief Executive Officer ("CEO") of Tyson Foods since November 2009. Defendant Smith served as the President of Tyson Foods from November 2009 until June 13, 2016.

15. Defendant Dennis Leatherby ("Leatherby") has been the Chief Financial Officer ("CFO") and Executive Vice President of Tyson Foods since June 2008.

16. Defendants Smith and Leatherby are sometimes referred to herein as the "Individual Defendants."

17. Each of the Individual Defendants:

(a) directly participated in the management of the Company;

(b) was directly involved in the day-to-day operations of the Company at the highest levels;

(c) was privy to confidential proprietary information concerning the Company and its business and operations;

(d) was directly or indirectly involved in drafting, producing, reviewing and/or disseminating the false and misleading statements and information alleged herein;

(e) was directly or indirectly involved in the oversight or implementation of the Company's internal controls;

(f) was aware of or recklessly disregarded the fact that the false and misleading statements were being issued concerning the Company; and/or

(g) approved or ratified these statements in violation of the federal securities laws.

18. Tyson Foods is liable for the acts of the Individual Defendants and its employees under the doctrine of *respondeat superior* and common law principles of agency because all of the wrongful acts complained of herein were carried out within the scope of their employment.

19. The scienter of the Individual Defendants and other employees and agents of the Company is similarly imputed to Tyson Foods under *respondeat superior* and agency principles.

20. Defendant Tyson Foods and the Individual Defendants are referred to herein, collectively, as the "Defendants."

SUBSTANTIVE ALLEGATIONS

Defendants Made Materially False and Misleading Statements During the Class Period

21. On November 23, 2015, the Company filed a Form 10-K for the fiscal year ended October 3, 2015 (the "2015 10-K") with the SEC, which provided the Company's year-end financial results and position and stated that the Company's internal control over financial reporting and disclosure controls and procedures were effective as of October 3, 2015. The 2015 10-K was signed by Defendant Leatherby and Smith. The 2015 10-K also contained signed certifications pursuant to the Sarbanes-Oxley Act of 2002 ("SOX") by Defendants Leatherby and Smith attesting to the accuracy of financial reporting, the disclosure of any material changes to the Company's internal control over financial reporting, and the disclosure of all fraud.

22. The 2015 10-K discussed the strategies utilized by Tyson Foods to compete with its competitors for a leading market position for its food products, stating in pertinent part:

> **COMPETITION**
>
> Our food products compete with those of other food producers and processors and certain prepared food manufacturers. Additionally, our food products compete in markets around the world.
>
> We seek to achieve a leading market position for our products via our principal marketing and competitive strategy, which includes:

• identifying target markets for value-added products;
• concentrating production, sales and marketing efforts to appeal to and enhance demand from those markets; and
• utilizing our national distribution systems and customer support services.

Past efforts indicate customer demand can be increased and sustained through application of our marketing strategy, as supported by our distribution systems. The principal competitive elements are price, product safety and quality, brand identification, innovation, breadth and depth of product offerings, availability of products, customer service and credit terms.

* * *

Our results of operations and financial condition, as well as the selling prices for our products, are dependent upon the cost and supply of commodities and raw materials such as pork, beef, poultry, corn, soybean, packaging materials and energy and, to a lesser extent, cheese, fruit, seasoning blends, flour, corn syrup, corn oils, butter and sugar. Corn, soybean meal and other feed ingredients, for instance, represented roughly 64% of our cost of growing a live chicken in fiscal 2015. ***Production and pricing of these commodities are determined by constantly changing market forces of supply and demand over which we have limited or no control.***

* * *

The prices we receive for our products may fluctuate due to competition from other food producers and processors. The food industry in general is intensely competitive. We face competition from other food producers and processors that have various product ranges and geographic reach. Some of the factors on which we compete include: pricing, product safety and quality, brand identification, innovation, breadth and depth of product offerings, availability of our products and competing products, customer service, and credit terms. From time to time in response to these competitive pressures or to maintain market share, we may need to reduce the prices for some of our products…[Emphasis added].

23. The statements referenced above were materially false and/or misleading because they misrepresented and failed to disclose the following adverse facts pertaining to the Company's business, operational and financial results, which were known to Defendants or recklessly disregarded by them. Specifically, Defendants made false and/or misleading statements and/or failed to disclose that: (1) since 2008, Tyson Foods has colluded with the country's leading poultry producers to manipulate the supply of broiler-chickens in order to keep

the price of broiler-chickens artificially high; (2) from 2013-2016, Tyson Foods exported hatching eggs to Mexico and other foreign countries to artificially reduce the supply of broiler-chickens in the U.S. and to increase the price of broiler-chickens in the U.S.; (3) in turn, Tyson Foods lacked effective internal control over financial reporting; and (4) as a result, Tyson Foods' public statements were materially false and misleading at all relevant times.

24. The 2015 10-K contained signed certifications pursuant to the Sarbanes-Oxley Act of 2002 ("SOX") by the Individual Defendants, stating that the financial information contained in the 2015 10-K was accurate and disclosed any material changes to the Company's internal control over financial reporting.

25. On February 5, 2016, Tyson filed a Quarterly Report on Form 10-Q with the SEC, announcing the Company's financial and operating results for the fiscal quarter ended January 2, 2016 (the "Q1 2016 10-Q"). For the quarter, Tyson reported net income of $461 million, or $1.15 per diluted share, on revenue of $9.15 billion, compared to net income of $309 million, or $0.74 per diluted share, on revenue of $10.82 billion for the same period in the prior year. For the quarter, Tyson reported $2.64 billion in sales for the Company's Chicken segment reporting unit.

26. The Q1 2016 10-Q contained signed certifications pursuant to SOX by the Individual Defendants, stating that the financial information contained in the Q1 2016 10-Q was accurate and disclosed any material changes to the Company's internal control over financial reporting.

27. On May 9, 2016, Tyson filed a Quarterly Report on Form 10-Q with the SEC, announcing the Company's financial and operating results for the fiscal quarter ended April 2, 2016 (the "Q2 2016 10-Q"). For the quarter, Tyson reported net income of $432 million, or

$1.10 per diluted share, on revenue of $9.17 billion, compared to net income of $310 million, or $0.75 per diluted share, on revenue of $9.98 billion for the same period in the prior year. For the quarter, Tyson reported $2.74 billion in sales for the Company's Chicken segment reporting unit.

28. The Q2 2016 10-Q contained signed certifications pursuant to SOX by the Individual Defendants, stating that the financial information contained in the Q2 2016 10-Q was accurate and disclosed any material changes to the Company's internal control over financial reporting.

29. On August 8, 2016, Tyson filed a Quarterly Report on Form 10-Q with the SEC, announcing the Company's financial and operating results for the fiscal quarter ended July 2, 2016 (the "Q3 2016 10-Q"). For the quarter, Tyson reported net income of $484 million, or $1.25 per diluted share, on revenue of $9.40 billion, compared to net income of $343 million, or $0.83 per diluted share, on revenue of $10.07 billion for the same period in the prior year. For the quarter, Tyson reported $2.74 billion in sales for the Company's Chicken segment reporting unit.

30. The Q3 2016 10-Q contained signed certifications pursuant to SOX by the Individual Defendants, stating that the financial information contained in the Q3 2016 10-Q was accurate and disclosed any material changes to the Company's internal control over financial reporting.

The Truth Emerges

31. On September 2, 2016, Law360 published an article titled "Poultry Producers Hit With Chicken Price Antitrust Suit" stating that Maplevale Farms, one of the country's leading poultry producers, has brought a federal class action antitrust lawsuit (the "Maplevale Suit"[3])

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[3] The Maplevale Suit is styled as *Maplevale Farms, Inc. v. Koch Foods, Inc. et al.*, Docket No. 1:16-cv-08637 (N.D. Ill. Sept 02, 2016).

against Tyson Foods and the country's top poultry producers, alleging that, since 2008, they conspired to manipulate the supply of broiler-chickens in order to keep the price of broiler-chickens artificially high, stating in pertinent part:

> **Poultry Producers Hit With Chicken Price Antitrust Suit**
>
> By Eric Kroh
>
> Law360, New York (September 2, 2016, 5:13 PM EDT) – Food distributor Maplevale Farms on Friday filed a proposed class action in Illinois against Tyson Foods, Pilgrim's Pride and several other poultry producers alleging they conspired to fix chicken prices.
>
> The poultry producers manipulated the price of so-called broiler chickens by coordinating and limiting production and exchanged detailed information about prices, capacity and sales volume through data compiler Agri Stats Inc., also named as a defendant in the suit, Maplevale Farms Inc. said.
>
> "Defendants knew and intended that their coordinated limitation and reduction in Broiler supply would artificially increase all Broiler prices — for spot market and contract sales — above the level they would have been absent the conduct alleged," Maplevale farms said.

32. The Maplevale Suit alleges, among other things, that contrary to Tyson Foods "independent economic self-interest," Tyson Foods "exported hatching eggs to Mexico and other foreign countries from 2013-2016 to artificially reduce the supply of Broilers in the U.S. and increase the price of Broilers in the U.S."

33. The Maplevale Suit also alleges that despite lowering its chicken production in 2015, Tyson Foods posted "record earnings and sales in fiscal year 2015…posting $40.6 billion in sales, including ringing up higher chicken sales." The Maplevale Suit alleges that "the explanation for Tyson's 'paradoxical' 2015 performance—including increasing its Broiler profits but lowering its Broiler production—was the result of the illegal conspiracy alleged in this Complaint."

34. On this news, shares of Tyson Foods fell $1.16 per share over two trading days to close at $75.28 per share on September 7, 2016, damaging investors.

35. On October 7, 2016, Pivotal Research issued a report (the "Pivotal Research Report") downgrading Tyson Foods to "sell" from "buy," and slashing its price target from $100 to $40. The Pivotal Research Report noted that the Maplevale Suit is a "powerfully convincing class-action" and that if the allegations therein are true, "[i]t explains why Tyson can offer EPS guidance with remarkable precision; boasting of margins at record levels well into the future. The Tyson of old did not provide guidance. We believe the consistent setting and meeting of earnings targets has been a major factor in the positive re-rating of the shares."

36. On this news, shares of Tyson Foods fell $6.63 per share or over 8% from its previous closing price to close at $67.75 per share on October 7, 2016, further damaging investors.

37. Defendants' misrepresented that they competed legally and fairly to "enhance demand" from customers and to satisfy that demand through its "distribution systems" and had "limited or no control" over market forces when, in fact, the Maplevale Complaint alleges that Defendants:

(a) "[E]xchanged detailed, competitively sensitive, and closely-guarded non-public information about prices, capacity, sales volume, and demand" with its competitors to enhance profits;

(b) Colluded to restrict "Broiler supply [for] the intended purpose and effect of increasing Broiler prices";

(c) Effectively and efficiently coordinated lasting reductions in broiler stocks and production; and,

(d) Were able to effectively control the market while demand has remained relatively flat since 20078 while broiler prices have increased by nearly 50%.

38. As a result of Defendants' wrongful acts and omissions, and the precipitous decline in the market value of the Company's securities, Plaintiff and other Class members have suffered significant losses and damages.

PLAINTIFF'S CLASS ACTION ALLEGATIONS

39. Plaintiff brings this action as a class action pursuant to Federal Rule of Civil Procedure 23(a) and (b)(3) on behalf of a Class, consisting of all those who purchased or otherwise acquired Tyson Foods securities traded on the NYSE during the Class Period (the "Class"); and were damaged upon the revelation of the alleged corrective disclosures. Excluded from the Class are Defendants herein, the officers and directors of the Company, at all relevant times, members of their immediate families and their legal representatives, heirs, successors or assigns and any entity in which Defendants have or had a controlling interest.

40. The members of the Class are so numerous that joinder of all members is impracticable. Throughout the Class Period, Tyson Foods securities were actively traded on the NYSE. While the exact number of Class members is unknown to Plaintiff at this time and can be ascertained only through appropriate discovery, Plaintiff believes that there thousands of members in the proposed Class. Record owners and other members of the Class may be identified from records maintained by Tyson Foods or its transfer agent and may be notified of the pendency of this action by mail, using the form of notice similar to that customarily used in securities class actions.

41. Plaintiff's claims are typical of the claims of the members of the Class as all members of the Class are similarly affected by Defendants' wrongful conduct in violation of federal law that is complained of herein.

42. Plaintiff will fairly and adequately protect the interests of the members of the Class and has retained counsel competent and experienced in class and securities litigation. Plaintiff has no interests antagonistic to or in conflict with those of the Class.

43. Common questions of law and fact exist as to all members of the Class and predominate over any questions solely affecting individual members of the Class. Among the questions of law and fact common to the Class are:

(a) whether the federal securities laws were violated by Defendants' acts as alleged herein;

(b) whether statements made by Defendants to the investing public during the Class Period misrepresented material facts about the financial condition, business, operations, and management of Tyson Foods;

(c) whether Defendants' public statements to the investing public during the Class Period omitted material facts necessary to make the statements made, in light of the circumstances under which they were made, not misleading;

(d) whether the Individual Defendants caused Tyson Foods to issue false and misleading SEC filings and public statements during the Class Period;

(e) whether Defendants acted knowingly or recklessly in issuing false and misleading SEC filings and public statements during the Class Period;

(f) whether the prices of Tyson Foods securities during the Class Period were artificially inflated because of the Defendants' conduct complained of herein; and

(g) whether the members of the Class have sustained damages and, if so, what is the proper measure of damages.

44. A class action is superior to all other available methods for the fair and efficient adjudication of this controversy since joinder of all members is impracticable. Furthermore, as the damages suffered by individual Class members may be relatively small, the expense and burden of individual litigation make it impossible for members of the Class to individually redress the wrongs done to them. There will be no difficulty in the management of this action as a class action.

45. Plaintiff will rely, in part, upon the presumption of reliance established by the fraud-on-the-market doctrine in that:

(a) Defendants made public misrepresentations or failed to disclose material facts during the Class Period;

(b) the omissions and misrepresentations were material;

(c) Tyson Foods securities are traded in efficient markets;

(d) the Company's securities were liquid and traded with moderate to heavy volume during the Class Period;

(e) the Company traded on the NYSE, and was covered by multiple analysts;

(f) the misrepresentations and omissions alleged would tend to induce a reasonable investor to misjudge the value of the Company's securities; and

(g) Plaintiff and members of the Class purchased and/or sold Tyson Foods securities between the time the Defendants failed to disclose or misrepresented material facts and the time the true facts were disclosed, without knowledge of the omitted or misrepresented facts.

46. Based upon the foregoing, Plaintiff and the members of the Class are entitled to a presumption of reliance upon the integrity of the market.

47. Alternatively, Plaintiff and the members of the Class are entitled to the presumption of reliance established by the Supreme Court in *Affiliated Ute Citizens of the State of Utah v. United States*, 406 U.S. 128, 92 S. Ct. 2430 (1972), as Defendants omitted material information in their Class Period statements in violation of a duty to disclose such information, as detailed above.

COUNT I
Violation of Section 10(b) of The Exchange Act and Rule 10b-5
Against All Defendants

48. Plaintiff repeats and realleges each and every allegation contained above as if fully set forth herein.

49. This Count is asserted against Tyson Foods and the Individual Defendants and is based upon Section 10(b) of the Exchange Act, 15 U.S.C. § 78j(b), and Rule 10b-5 promulgated thereunder by the SEC.

50. During the Class Period, Tyson Foods and the Individual Defendants, individually and in concert, directly or indirectly, disseminated or approved the false statements specified above, which they knew or deliberately disregarded were misleading in that they contained misrepresentations and failed to disclose material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading.

51. Tyson Foods and the Individual Defendants violated §10(b) of the 1934 Act and Rule 10b-5 in that they:

(a) employed devices, schemes and artifices to defraud;

(b) made untrue statements of material facts or omitted to state material facts necessary in order to make the statements made, in light of the circumstances under which they were made, not misleading; or

(c) engaged in acts, practices and a course of business that operated as a fraud or deceit upon plaintiff and others similarly situated in connection with their purchases of Tyson Foods securities during the Class Period.

52. Tyson Foods and the Individual Defendants acted with scienter in that they knew that the public documents and statements issued or disseminated in the name of Tyson Foods were materially false and misleading; knew that such statements or documents would be issued or disseminated to the investing public; and knowingly and substantially participated, or acquiesced in the issuance or dissemination of such statements or documents as primary violations of the securities laws. These defendants by virtue of their receipt of information reflecting the true facts of Tyson Foods, their control over, and/or receipt and/or modification of Tyson Foods allegedly materially misleading statements, and/or their associations with the Company which made them privy to confidential proprietary information concerning Tyson Foods, participated in the fraudulent scheme alleged herein.

53. Individual Defendants, who are the senior officers and/or directors of the Company, had actual knowledge of the material omissions and/or the falsity of the material statements set forth above, and intended to deceive Plaintiff and the other members of the Class, or, in the alternative, acted with reckless disregard for the truth when they failed to ascertain and

disclose the true facts in the statements made by them or other Tyson Foods personnel to members of the investing public, including Plaintiff and the Class.

54. As a result of the foregoing, the market price of Tyson Foods' securities was artificially inflated during the Class Period. In ignorance of the falsity of Tyson Foods' and the Individual Defendants' statements, Plaintiff and the other members of the Class relied on the statements described above and/or the integrity of the market price of Tyson Foods securities during the Class Period in purchasing Tyson Foods securities at prices that were artificially inflated as a result of Tyson Foods' and the Individual Defendants' false and misleading statements.

55. Had Plaintiff and the other members of the Class been aware that the market price of Tyson Foods securities had been artificially and falsely inflated by Tyson Foods' and the Individual Defendants' misleading statements and by the material adverse information which Tyson Foods' and the Individual Defendants did not disclose, they would not have purchased Tyson Foods' securities at the artificially inflated prices that they did, or at all.

56. As a result of the wrongful conduct alleged herein, Plaintiff and other members of the Class have suffered damages in an amount to be established at trial.

57. By reason of the foregoing, Tyson Foods and the Individual Defendants have violated Section 10(b) of the 1934 Act and Rule 10b-5 promulgated thereunder and are liable to the Plaintiff and the other members of the Class for substantial damages which they suffered in connection with their purchase of Tyson Foods' securities during the Class Period.

COUNT II
Violation of Section 20(a) of The Exchange Act Against The Individual Defendants

58. Plaintiff repeats and realleges each and every allegation contained in the foregoing paragraphs as if fully set forth herein.

59. During the Class Period, the Individual Defendants participated in the operation and management of Tyson Foods, and conducted and participated, directly and indirectly, in the conduct of Tyson Foods' business affairs. Because of their senior positions, they knew the adverse non-public information regarding Tyson Foods' business practices.

60. As officers and/or directors of a publicly owned company, the Individual Defendants had a duty to disseminate accurate and truthful information with respect to Tyson Foods' financial condition and results of operations, and to correct promptly any public statements issued by Tyson Foods which had become materially false or misleading.

61. Because of their positions of control and authority as senior officers, the Individual Defendants were able to, and did, control the contents of the various reports, press releases and public filings which Tyson Foods disseminated in the marketplace during the Class Period. Throughout the Class Period, the Individual Defendants exercised their power and authority to cause Tyson Foods to engage in the wrongful acts complained of herein. The Individual Defendants therefore, were "controlling persons" of Tyson Foods within the meaning of Section 20(a) of the Exchange Act. In this capacity, they participated in the unlawful conduct alleged which artificially inflated the market price of Tyson Foods securities.

62. Each of the Individual Defendants, therefore, acted as a controlling person of Tyson Foods. By reason of their senior management positions and/or being directors of Tyson Foods, each of the Individual Defendants had the power to direct the actions of, and exercised the same to cause, Tyson Foods to engage in the unlawful acts and conduct complained of herein. Each of the Individual Defendants exercised control over the general operations of Tyson Foods and possessed the power to control the specific activities which comprise the primary violations about which Plaintiff and the other members of the Class complain.

63. By reason of the above conduct, the Individual Defendants are liable pursuant to Section 20(a) of the Exchange Act for the violations committed by Tyson Foods.

PRAYER FOR RELIEF

WHEREFORE, Plaintiff demands judgment against Defendants as follows:

A. Determining that the instant action may be maintained as a class action under Rule 23 of the Federal Rules of Civil Procedure, and certifying Plaintiff as the Class representative;

B. Requiring Defendants to pay damages sustained by Plaintiff and the Class by reason of the acts and transactions alleged herein;

C. Awarding Plaintiff and the other members of the Class prejudgment and post-judgment interest, as well as their reasonable attorneys' fees, expert fees and other costs; and

D. Awarding such other and further relief as this Court may deem just and proper.

Dated: December 2, 2016

Respectfully submitted,

/s/ Richard S. Wayne

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JURY DEMAND

Plaintiff hereby demands a trial by jury.

/s/ Richard S. Wayne
Richard S. Wayne

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CERTIFICATION OF NAMED PLAINTIFF
PURSUANT TO FEDERAL SECURITIES LAWS

Patricia S. LaLonde declares as follows:

1. I have reviewed the Complaint against Tyson Foods Inc. ("the Company"), and have authorized the filing of the Complaint. I have retained Strauss Troy Co., LPA, and such co-counsel as it deems appropriate to associate with, to pursue such action on a contingent fee basis.

2. I did not purchase the Company's securities at the direction of counsel nor to participate in this action.

3. I am willing to serve as a representative party on behalf of the class, including providing testimony at deposition and trial, if necessary.

4. My transactions in the Company's securities during the class period, as set forth in the complaint are set forth below on the attached Schedule A.

5. During the three years prior to the date of this certification, I have not served or sought to serve as a representative party, for a class in any action filed under the federal securities laws, except as noted on Schedule A.

6. I will not accept payment for serving as a representative party on behalf of the class beyond my pro rata share of any class recovery, except as ordered/approved by the Court.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 30 day of November, 2016.

Patricia S. LaLonde
Patricia S. LaLonde

SCHEDULE A

Purchase/Sale	No. of Shares	Price Per Share
08/01/2016	2000	$73.89790
09/30/2016	3000	$74.80806

Federal securities law class actions in which Plaintiff has served or sought to serve as a representative party:

None.